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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)541-3694  
Fax Number : (305)541-3770

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

EZ FUNDING 123.COM, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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**ARTICLES OF INCORPORATION**

**ARTICLE I - NAME**

The name of this corporation is EZ Funding 123.com, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address of this corporation shall be:

4128 28<sup>th</sup> Street North  
St. Petersburg, Florida 33714

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 2,000,000 shares of one tenth of one cent (\$.001) par value common stock which shall be designated as "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 4128 28<sup>th</sup> Street North, St. Petersburg, Florida 33714 and the name of the initial registered agent of this corporation at that address is Scott G. Geisler.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of the stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresses of the initial Directors are:

Scott G. Geisler  
4128 28<sup>th</sup> Street North  
St. Petersburg, FL 33714

Michael Cao  
4128 28<sup>th</sup> Street North  
St. Petersburg, FL 33714

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**ARTICLE VII - INCORPORATOR**

The name and address of the incorporator signing these Articles is:

Wade Yeakle  
Attorney at Law  
4128 28<sup>th</sup> Street North  
St. Petersburg, FL 33714

**ARTICLE VIII - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IX - INDEMNIFICATION**


The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE X - AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

DATED: March 15, 2000.

  
Wade Yeakle, Incorporator  
Attorney at Law

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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Sec. 607.0501, Florida Statutes, the following is submitted:

First that, EZ Funding 123.com, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Scott G. Geisler, 4128 28<sup>th</sup> Street N., St. Petersburg, FL 33714 as its agent to accept service of process within Florida.

Dated: March 14, 2000.

  
Wade Yeakle, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of any duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 14, 2000.

  
Scott G. Geisler

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